



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
 1100 Virginia Drive
 MC: 190_FTW-M01
 Fort Washington PA 19034

October 16, 2012

Inv. # 1552236
 Our Ref. 062108-000300
 SJR

Attention: Residential Capital, LLC

Re: General Claims and Equity Matters

08/07/12 MG8	Review motion papers seeking to establish bar dates and related matters for conflicts purposes (.20)	0.20
	TOTAL HOURS	0.20

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	0.20	625	125.00
		0.20		\$125.00
	TOTAL SERVICES			\$125.00
	TOTAL THIS INVOICE			\$125.00



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1552236

Total Services	125.00
Total Expenses	0.00
Applied Credit	0.00
Total This Invoice	<u>\$125.00</u>

If you require further information regarding past due accounts, please contact
Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
 1100 Virginia Drive
 MC: 190_FTW-M01
 Fort Washington PA 19034

October 16, 2012

Inv. # 1552237
 Our Ref. 062108-000350
 SJR

Attention: Residential Capital, LLC

Re: Hearings and Court Matters

08/08/12 MG8	Prepare for and attend hearing with respect to status conference on motion seeking final approval of Ally shared services agreement, motion regarding employee bonus plans and initial case conference on Lewis adversary proceeding in connection with Curtis' role as conflicts counsel (2.60)	2.60
08/09/12 MAC	Prepare for and attend Omnibus Hearing in connection with Curtis' role as conflicts counsel to the Debtors (1.60)	1.60
08/14/12 MG8	Prepare for and attend hearing on various stay relief motions and status conference on Green Planet adversary proceeding as Debtors' conflict counsel (2.70)	2.70
08/14/12 MAC	Prepare for and attend Residential Capital Hearing in connection with Curtis' role as conflicts counsel to the Debtors (2.70)	2.70
08/16/12 MG8	Prepare for and attend hearing on Examiner's 2004 motion and related objections and responses, as well as status conference on Ally Subservicing agreement (2.70)	2.70
08/16/12 MAC	Prepare for and attend hearing at Bankruptcy Court for SDNY in connection with Curtis' role as conflicts counsel to the Debtors (2.70)	2.70
08/29/12 MG8	Prepare for and attend omnibus hearing in connection with Curtis' role as conflicts counsel to the Debtors (1.60)	1.60
	TOTAL HOURS	16.60

Page 2

Summary of Services

	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Ari Cohen	Partner	7.00	730	5,110.00
Maryann Gallagher	Counsel	9.60	625	6,000.00
		16.60		\$11,110.00
TOTAL SERVICES				\$11,110.00
TOTAL THIS INVOICE				\$11,110.00

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538152	5,110.00	0.00	5,110.00
07/31/12	1544987	26,943.00	0.00	26,943.00
09/12/12	1547993	12,872.50	0.00	12,872.50
Prior Balance				\$44,925.50
Balance Due				<u>\$56,035.50</u>



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
 ABA Routing #: 021000089
 F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
 Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
 General Post Office
 P.O. Box 27930
 New York, NY 10087-7930

Residential Capital, LLC
 Inv. # 1552237

Total Services	11,110.00
Total Expenses	0.00
Applied Credit	0.00
Total This Invoice	<u>\$11,110.00</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
	12,872.50	32,053.00			44,925.50
					<u>\$56,035.50</u>

If you require further information regarding past due accounts, please contact
 Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
 Identification Number 13-5018900

This Statement is payable when rendered
 in USD.

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

October 16, 2012

Inv. # 1552239
Our Ref. 062108-000410
SJR

Attention: Residential Capital, LLC

Re: Adversary Proceedings and Contested Matters

08/22/12	SJR	Follow up regarding matters related to GMAC Model Home Finance joint venture and issues related to same (1.80)	1.80
08/23/12	SJR	Confer with M. Gallagher regarding CMH Holdings JV and debtor GMAC Model Home Finance, LLC and matters related to same (.30)	0.30
08/23/12	SJR	Review underlying correspondence and prior materials including Purchase Agreement among Residential Capital, GMAC Model Home Finance and CMH Holdings (1.40)	1.40
08/23/12	SJR	Confer with Curtis team regarding representation of Residential Capital's potential claims against manager to joint venture and follow up regarding same (.40)	0.40
08/23/12	TPS	Prepare documents for review by A. Zinman in connection with CMH Holdings matter (.30)	0.30
08/23/12	TPS	Participate in conference call with N. Rosenbaum, E. Richards and M. Gallagher to obtain update on background to CMH Holdings dispute (.30)	0.30
08/23/12	TPS	Coordinate transfer of representation from Morrison & Foerster with M. Gallagher (.20)	0.20
08/23/12	TPS	Review documents underlying CMH Holdings - GMAC Model Home dispute for conflicts purposes (1.40)	1.40
08/23/12	MG8	Meet with J. Zimmer to discuss review of documents and fact checking of draft demand letter to counsel to Cerberus (.30)	0.30
08/23/12	MG8	Review document and email materials sent by Morrison and Foerster regarding potential dispute involving CMH Holdings for purposes of updating draft demand letter for conflicts purposes (2.50)	2.50
08/23/12	MG8	Participate in several telephone conferences with Erica Richards about issues relating to potential dispute involving CMH Holdings for conflicts purposes (.40)	0.40
08/23/12	MG8	Confer with S. Reisman regarding new conflict matter	0.30

involving CMH Holdings JV and debtor GMAC Model Home Finance I, LLC (.30)

08/23/12 MG8	Participate in conference call with N. Rosenbaum, E. Richards and T. Smith to obtain background on dispute involving CMH Holdings in order to prepare demand letter and follow up on matters regarding same (.40)	0.40
08/23/12 AD	Assemble purchase agreements and emails and attachments re: CMH Holdings per M. Gallagher's request (1.00)	1.00
08/23/12 JZ	Confer and correspond with working group regarding potential conflicts matters involving CMH Holdings and need for assistance in connection with same (.50)	0.50
08/23/12 JZ	Review files in connection with potential new conflicts matter involving CMH Holdings (.30)	0.30
08/24/12 JZ	Review and revise draft demand letter to counsel to Cerberus (.30)	0.30
08/24/12 JZ	Review files in connection with CMH Holdings matter for conflicts purposes (1.50)	1.50
08/24/12 JZ	Correspond with working group regarding issues related to CMH Holdings matter (.30)	0.30
08/26/12 JZ	Review LLC documents and operating agreement of CMH for purposes related to CMH Holdings conflicts matter (.30)	0.30
08/27/12 TPS	Review revised draft of demand letter re: distribution from CMH joint venture and follow-up with M. Gallagher (.90)	0.90
08/27/12 MG8	Participate in telephone conference with L. Delehey of Residential Capital's Legal Department regarding letter to opposing counsel regarding CMH Holdings joint venture for conflicts purposes (.20)	0.20
08/27/12 MG8	Revise draft demand letter to opposing counsel relating to CMH Holdings joint venture and follow-up with T. Smith and J. Zimmer re: same (.70)	0.70
08/27/12 MG8	Participate in telephone conference with B. Tyson regarding letter to opposing counsel regarding dispute involving CMH Holdings (.20)	0.20
08/27/12 MG8	Draft correspondence to B. Tyson and L. Delehey of Residential Capital explaining revisions to draft demand letter to opposing counsel and related issues (.60)	0.60
08/27/12 ABZ	Review correspondence and emails re: dispute background and draft demand letter (.40)	0.40
08/27/12 ABZ	Review draft demand letter regarding CMH Holdings (.20)	0.20

08/27/12	JZ	Review CMH Holdings' operating agreement and related LLC documents for purposes related to dispute with joint venture managing partner matter for conflicts purposes (.30)	0.30
08/27/12	JZ	Review and revise draft of demand letter to opposing counsel in CMH Holdings dispute (.30)	0.30
08/27/12	JZ	Correspond with working group regarding comments to draft of demand letter to be sent to counsel to Schulte, Roth (.10)	0.10
08/27/12	JZ	Confer and correspond with M. Gallagher regarding comments to demand letter related to CMH Holdings' matter and follow up regarding same (.40)	0.40
08/28/12	TPS	Finalize letter to Schulte, Roth re: CMH distributions to GMAC Model Home Finance for conflicts purposes (.40)	0.40
08/28/12	MG8	Correspond with working group regarding completion and transmittal of demand letter regarding CMH Holdings (.20)	0.20
08/28/12	MG8	Review comments from B. Tyson and L. Delehey of Residential Capital to draft demand letter regarding CMH and revise draft demand letter accordingly and correspond with working group regarding completion and transmittal of demand letter regarding CMH Holdings (.50)	0.50
08/29/12	SJR	Review correspondence to John Pollack at Schulte Roth and underlying documentation regarding CMH Holdings matter and conflicts litigation being handled by Curtis (.30)	1.30
08/29/12	MG8	Attend to matters relating to completion of T. Smith's letter to Schulte, Roth regarding CMH Holdings situation and related follow-up with working group (.80)	0.80
08/29/12	MG8	Correspond with N. Rosenbaum regarding CMH Holdings matter and other conflicts matters, and follow-up regarding same (.40)	0.40
08/29/12	ABZ	Finalize and transmit demand letter to Schulte, Roth (.20)	0.20
		TOTAL HOURS	22.30

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	5.20	830	4,316.00
Turner P. Smith	Partner	3.50	830	2,905.00
Maryann Gallagher	Counsel	7.50	625	4,687.50
Andrew B. Zinman	Associate	0.80	590	472.00
James Zimmer	Associate	4.30	345	1,483.50
Alana Dreiman	Legal Assistant	1.00	230	230.00
		22.30		\$14,094.00
			TOTAL SERVICES	\$14,094.00

Summary of Expenses

Postage	0.45
	TOTAL EXPENSES
	\$0.45

TOTAL THIS INVOICE **\$14,094.45**



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538153	38,135.40	0.00	38,135.40
07/31/12	1544989	47,488.00	0.00	47,488.00
09/12/12	1547995	4,529.00	0.00	4,529.00
Prior Balance				\$90,152.40
Balance Due				<u>\$104,246.85</u>

CURTIS

Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
 ABA Routing #: 021000089
 F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
 Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
 General Post Office
 P.O. Box 27930
 New York, NY 10087-7930

Residential Capital, LLC
 Inv. # 1552239

Total Services	14,094.00
Total Expenses	0.45
Applied Credit	0.00
Total This Invoice	<u>\$14,094.45</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
	4,529.00	85,623.40			90,152.40
Balance Due					<u>\$104,246.85</u>

If you require further information regarding past due accounts, please contact
 Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
 Identification Number 13-5018900

This Statement is payable when rendered
 in USD.

CURTIS

Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

October 16, 2012

Inv. # 1552240
Our Ref. 062108-000430
SJR

Attention: Residential Capital, LLC

Re: Automatic Stay/Adequate Protection Matters

08/01/12	SJR	Review draft Stipulation regarding Wells Fargo's Relief from Stay Motion and follow up regarding matters related to same (.70)	0.70
08/01/12	SJR	Review correspondence regarding Declarations for Wells Fargo regarding Lift Stay Motion related to Susilo litigation (.60)	0.60
08/01/12	TPS	Review Wells Fargo comments to draft stipulation and order for Wells Fargo's stay relief motion with respect to Susilio action (.30)	0.30
08/01/12	TPS	Confer with M. Gallagher re: Wells Fargo's lift stay requests in two unrelated cases, i.e. Susilio and Dexter (.20)	0.20
08/01/12	MG8	Confer with J. Shulman regarding Wells Fargo's comments to stipulation resolving lift stay motion related to Susilo litigation in federal court in California (.20)	0.20
08/01/12	MG8	Confer with T. Smith regarding issue with proposed stipulation and order resolving Wells Fargo lift stay motion with respect to Susilo litigation for conflicts purposes (.20)	0.20
08/01/12	MG8	Participate in telephone conference with B. Holman, counsel to Wells Fargo, in California Dexter landlord dispute, regarding potential motion seeking relief from stay, and review lengthy draft declaration in support of same for conflicts purposes (1.10)	1.10
08/01/12	MG8	Correspond with Curtis team and N. Rosenbaum regarding Wells Fargo's proposed stay relief motion seeking to allow California litigation involving landlord dispute to go forward (.60)	0.60
08/01/12	MG8	Correspond with C. DiCicco at Residential Capital and V. Tsoong regarding declarations for Wells Fargo per the resolution of Wells Fargo's lift stay motion relating to Susilo litigation (.30)	0.30
08/01/12	MG8	Participate in telephone conference with V. Tsoong, counsel to debtor ETS in Susilo litigation involving	0.30

Wells Fargo, regarding declarations for Wells Fargo and related issues (.30)

08/02/12	SJR	Follow up regarding matters related to Wells Fargo litigation being handled by Curtis, Mallet as Conflicts Counsel and issues related to same and conduct a general update regarding same (.90)	0.90
08/02/12	TPS	Attend to new lift stay dispute in California action of Dexter v. Wells Fargo, et al. (.40)	0.40
08/02/12	TPS	Follow-up on the selection of ETS witnesses for declarations by Wells Fargo and review revisions to the draft stipulation for conflicts purposes (.40)	0.40
08/02/12	MG8	Revise stipulation and order for Wells Fargo's stay relief motion regarding Susilio litigation and confer with Curtis team regarding J. Schulman's comments (.40)	0.40
08/02/12	MG8	Correspond with J. Shulman regarding revised stipulation and order resolving Wells Fargo's stay relief motion in connection with Susilio litigation (.20)	0.20
08/02/12	MG8	Participate in telephone conference with C. DiCicco regarding ETS employees to be witnesses/declarants for Wells Fargo in Susilio litigation and follow-up re: same (.40)	0.40
08/02/12	MG8	Correspond with J. Scoliard and N. Campbell regarding Wells Fargo's potential request for stay relief related to California landlord litigation (.30)	0.30
08/02/12	MG8	Participate in telephone conference with J. Scoliard, J. Hoy, and outside counsel to GMAC Mortgage, regarding a potential stay relief request from Wells Fargo regarding landlord litigation pending in California for conflicts purposes (.50)	0.50
08/02/12	MG8	Correspond with N. Rosenbaum regarding Wells Fargo's informal request for stay relief related to California landlord litigation (.20)	0.20
08/02/12	MG8	Correspond with T. Hamzehpour regarding Wells Fargo's informal request for stay relief in connection with Dexter litigation and confer with M. Cohen re: same (.30)	0.30
08/02/12	MG8	Follow-up with N. Campbell and J. Hoy regarding potential request for stay relief by Wells Fargo in connection with the Dexter litigation (.30)	0.30
08/02/12	MG8	Participate in telephone conference with J. Shulman regarding changes to stipulation and order relating to identity of witnesses/declarants for Susilio litigation for conflicts purposes (.20)	0.20
08/02/12	MAC	Review and revise stipulation resolving Wells Fargo's stay relief motion for Susilio litigation (.80)	0.80

08/02/12	MAC	Confer with M. Gallagher re: Stipulation resolving Wells Fargo's stay relief motion (.20)	0.20
08/02/12	JZ	Confer with working group regarding potential new matters with Wells Fargo in connection with proposed stay relief motion for stay relief for conflicts purposes (.20)	0.20
08/03/12	TPS	Confer with M. Gallagher re: next steps in Susilio stay relief matter (.10)	0.10
08/03/12	TPS	Confer with M. Gallagher re: the Dexter - Wells Fargo's stay relief matter (.20)	0.20
08/03/12	MG8	Correspond with J. Shulman regarding final comments to sign off on stipulation and order for sending to Committee (.20)	0.20
08/03/12	MG8	Correspond with B. Holman, counsel to Wells Fargo, regarding likely time frame for discovery and trial in Dexter litigation and follow-up re: same (.20)	0.20
08/03/12	MG8	Review correspondence from Ken Skogg and his associate, counsel to GMAC Mortgage in Dexter Street litigation, and review docket activity and relevant orders vacating dates and staying proceedings attached to same (.60)	0.60
08/03/12	MG8	Correspond with J. Zimmer regarding research on automatic stay issue relating to discovery in connection with California landlord litigation for conflicts purposes (.30)	0.30
08/03/12	MG8	Draft correspondence to Elise Frejka of Kramer, Levin transmitting stipulation and order resolving Wells Fargo's stay relief motion for Susilio litigation and requesting review of and Committee consent to same (.30)	0.30
08/03/12	MG8	Correspond with attorneys at Residential Capital's Legal Department regarding Wells Fargo stipulation and order with respect to Susilio matter (.20)	0.20
08/03/12	MG8	Correspond with J. Hoy of Residential Capital regarding communications with B. Holman and K. Skogg regarding potential request for stay relief by Wells Fargo in Dexter matter and confer with T. Smith re: same (.30)	0.30
08/03/12	MG8	Participate in telephone conference with B. Holman, counsel to Wells Fargo in California landlord litigation, regarding potential resolutions to informal request for stay relief (.30)	0.30
08/03/12	MG8	Confer with T. Smith regarding legal issue relating to Wells Fargo informal request for discovery in California landlord litigation and Susilio case and follow up	0.20

regarding same (.20)

08/03/12 JZ	Confer and correspond with M. Gallagher regarding issues related to delivery and submission of stipulation and order in connection with Wells Fargo's motion for relief from automatic stay and research related to same for conflicts purposes (.30)	0.30
08/03/12 JZ	Correspond with chambers regarding delivery of stipulation and order related to Wells Fargo's motion for relief from automatic stay (.20)	0.20
08/04/12 MG8	Research issues relating to consensual relief from stay and follow-up regarding more detailed research regarding same (.70)	0.70
08/04/12 JZ	Correspond with M. Gallagher regarding research related to Section 362(d) of the Bankruptcy Code and relief from automatic stay without order of court for conflicts purposes (.30)	0.30
08/04/12 JZ	Conduct research regarding relief from automatic stay without order of court and related issues under Section 362(d) of the Bankruptcy Code for conflicts purposes (2.90)	2.90
08/05/12 MG8	Participate in telephone conference with N. Rosenbaum regarding potential new lift stay request from Wells Fargo and follow-up re: same (.40)	0.40
08/06/12 TPS	Attend to procedural questions for resolving lift stay dispute in Dexter case with Wells Fargo for conflicts purposes (.30)	0.30
08/06/12 MG8	Correspond with N. Campbell of Legal Department regarding potential solutions to Wells Fargo's request in connection with California landlord litigation (.30)	0.30
08/06/12 MG8	Update J. Zimmer's research on automatic stay issue relating Wells Fargo informal request relating to automatic stay and California landlord litigation (.60)	0.60
08/06/12 MAC	Review issues in connection with Wells Fargo's informal requests for discovery (.40)	0.40
08/06/12 MAC	Confer with working group re: Wells Fargo's informal requests for discovery (.20)	0.20
08/06/12 JZ	Correspond with M. Gallagher regarding research related to automatic stay under Section 362(d) of the Bankruptcy Code and precedent related to same (.30)	0.30
08/07/12 SJR	Review Objections to Stay Relief requests in connection with Curtis' representation of Residential Capital and Wells Fargo matters (1.30)	1.30
08/07/12 SJR	Review underlying Wells Fargo litigation claims and responses (.70)	0.70

08/07/12 TPS	Confer with M. Gallagher re: Wells Fargo's Dexter potential stay relief status for conflicts purposes (.20)	0.20
08/07/12 TPS	Review Judge Glenn's ruling on Aurora lift stay motion (.50)	0.50
08/07/12 MG8	Review Debtors' three objections to stay relief requests, including objection to FHFA request, objection to Ulrich request, and omnibus objection to three other requests and confer with M. Cohen re: same (1.60)	1.60
08/07/12 MG8	Confer with T. Smith on strategy for Wells Fargo informal stay relief request regarding landlord litigation in California (.20)	0.20
08/07/12 MG8	Review Judge Glenn's decision denying Aurora request for stay relief (.40)	0.40
08/07/12 MAC	Review automatic stay relief motions and recent opinions relating to same and confer with M. Gallagher re: same (.90)	0.90
08/07/12 JZ	Conduct research regarding automatic stay issues under 362(d) in connection with Wells Fargo's motion for relief from stay (.60)	0.60
08/08/12 SJR	Review final Stipulation regarding Wells Fargo's Susilio stay relief matter (.70)	0.70
08/08/12 MG8	Correspond with E. Frejka, counsel to the Committee, regarding the Committee's sign off on proposed stipulation and order resolving Wells Fargo's stay relief request in connection with Susilio litigation (.20)	0.20
08/08/12 MG8	Participate in telephone conference with B. Holman, counsel to Wells Fargo in Dexter litigation pending in California, regarding potential request for stay relief and issues and problems related to same (.40)	0.40
08/08/12 MG8	Correspond with counsel to Wells Fargo regarding recent opinions of Bankruptcy Court on automatic stay motions (.20)	0.20
08/08/12 MG8	Correspond with J. Scoliard and C. Hancock at Residential Capital regarding Committee sign off and any final comments to proposed stipulation and order resolving Wells Fargo's request for stay relief with respect to Susilio litigation for conflicts purposes (.30)	0.30
08/08/12 MG8	Review memorandum opinion issued today by Judge Glenn denying Gilbert's request for stay relief and motion to dismiss Chapter 11 cases for conflicts counsel purposes (.30)	0.30
08/08/12 JZ	Review recently entered order in Residential Capital regarding relief from automatic stay for purposes related to Wells Fargo's motion for relief from	0.30

	automatic stay for conflicts purposes (.30)		
08/09/12	SJR	Attend to matters regarding resolving Susilo matter related to Wells Fargo's litigation where Curtis is acting as Conflicts Counsel and various e-mails and follow up regarding same (1.10)	1.10
08/09/12	TPS	Attend to changes to proposed Wells Fargo stipulation (.20)	0.20
08/09/12	MG8	Correspond with Curtis team regarding J. Scoliard's comments to proposed stipulation and order resolving Wells Fargo's stay relief motion regarding Susilo action (.30)	0.30
08/09/12	MG8	Review revised proposed stipulation and order resolving Wells Fargo's motion for stay relief with respect to Susilo action and circulate the same to Curtis team, Committee and counsel to Wells Fargo (.30)	0.30
08/09/12	MG8	Participate in telephone conference with J. Shulman, counsel to Wells Fargo, regarding additional changes to the draft stipulation and order (.20)	0.20
08/09/12	MG8	Participate in telephone conference with Judge Glenn's chambers regarding transmittal of proposed stipulation and order resolving Wells Fargo's stay relief motion with respect to Susilo litigation for conflicts purposes (.10)	0.10
08/09/12	MG8	Review and incorporate new stipulation language proposed by J. Shulman, counsel to Wells Fargo in Susilo matter, regarding withdrawal of motion with prejudice and follow-up regarding same (.50)	0.50
08/09/12	MG8	Participate in telephone conference with J. Scoliard regarding stipulation and order resolving Wells Fargo's Stay Relief Motion in connection with Susilo litigation and related stay relief matters (.40)	0.40
08/09/12	MG8	Participate in telephone conference with E. Frejke, counsel to Committee, regarding changes to stipulation and order resolving Wells Fargo's motion for stay relief with respect to Susilo Action (.20)	0.20
08/09/12	MG8	Revise transmittal to chambers regarding proposed stipulation and order resolving Wells Fargo motion for stay relief with respect to Susilo Action and submit same to chambers (.20)	0.20
08/10/12	SJR	Confer with Curtis team regarding matters related to Wells Fargo Motion for Relief from Stay (.20)	0.20
08/10/12	MAC	Review automatic stay pleadings and FHFA pleadings in connection with Curtis' role as conflicts counsel (.80)	0.80
08/14/12	MG8	Review memorandum opinion granting and denying in	0.30

part Taggart's stay relief motion in connection with Curtis' role as Debtors' conflicts counsel (.30)

08/16/12	SJR	Follow up regarding matters regarding Wells Fargo's Automatic Stay litigation in efforts to resolve same (.60)	0.60
08/16/12	MG8	Correspond with B. Holman, counsel to Wells Fargo, in connection with informal automatic stay request relating to Dexter landlord litigation for conflicts purposes (.30)	0.30
08/16/12	MG8	Review opinions denying Ulbrich and Jackson stay relief motions for conflicts counsel purposes (.30)	0.30
08/16/12	MAC	Review automatic stay pleadings in connection with Curtis' role as conflicts counsel to the Debtors (.70)	0.70
08/17/12	MG8	Correspond with J. Scoliard regarding strategy for Wells Fargo's stay relief request relating to Dexter landlord litigation (.10)	0.10
08/20/12	MG8	Review entered stipulation and order resolving Wells Fargo's stay relief motion with respect to Susilo action and attend to related follow-up correspondence to client, ETS outside counsel in Susilo action and members of Residential Capital's Legal Department (.70)	0.70
08/20/12	MG8	Communicate with Curtis team regarding reminder for entry of stipulation and order resolving Wells Fargo's stay relief motion for conflicts purposes (.30)	0.30
08/21/12	MG8	Participate in telephone conference with J. Scoliard and N. Campbell regarding Wells Fargo's stay relief issues with respect to the Dexter landlord litigation pending in California and related follow-up (.50)	0.50
08/21/12	JZ	Confer with working group regarding issues related to upcoming automatic stay hearing and potential need for Curtis at hearing (.20)	0.20
		TOTAL HOURS	37.30

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	6.80	830	5,644.00
Turner P. Smith	Partner	2.80	830	2,324.00
Michael Ari Cohen	Partner	4.00	730	2,920.00
Maryann Gallagher	Counsel	18.40	625	11,500.00
James Zimmer	Associate	5.30	345	1,828.50
		37.30		\$24,216.50

TOTAL SERVICES	\$24,216.50
-----------------------	--------------------

TOTAL THIS INVOICE	\$24,216.50
---------------------------	--------------------



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
09/12/12	1547996	94,623.00	0.00	94,623.00
		Prior Balance		\$94,623.00
		Balance Due		<u>\$118,839.50</u>

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
 ABA Routing #: 021000089
 F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
 Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
 General Post Office
 P.O. Box 27930
 New York, NY 10087-7930

Residential Capital, LLC
 Inv. # 1552240

Total Services	24,216.50
Total Expenses	0.00
Applied Credit	0.00
Total This Invoice	<u>\$24,216.50</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
		94,623.00			94,623.00
				Balance Due	<u>\$118,839.50</u>

If you require further information regarding past due accounts, please contact
 Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
 Identification Number 13-5018900

This Statement is payable when rendered
 in USD.



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

October 16, 2012

Inv. # 1552241
Our Ref. 062108-000700
SJR

Attention: Residential Capital, LLC

Re: Curtis Retention/Billing/Fee Applications

08/01/12 MG8	Attend to final review of and logistics relating to the service of the Monthly Fee Statement and numerous consultations with Curtis team regarding same (.40)	0.40
08/01/12 AD	Finish reviewing and revising the Monthly Fee Statement Cover Letter and related Charts for May 14, 2012 through and including June 30, 2012 (.50)	0.50
08/01/12 AD	Prepare and send Curtis' Monthly Fee Statement to Residential Capital, LLC via Overnight Mail (.80)	0.80
08/02/12 AD	Attend to the service of the May 14th through and including June 30th Monthly Fee Statement (.50)	0.50
08/02/12 JZ	Confer with working group regarding May and June Monthly Fee Statement issues (.10)	0.10
08/06/12 JZ	Confer with working group regarding preparation of July Monthly Fee Statement (.10)	0.10
08/08/12 JZ	Confer with working group regarding issues related to preparation of July Monthly Fee Statement (.10)	0.10
08/16/12 JZ	Attend to preparation of July Monthly Fee Statement and issues related to same (.40)	0.40
08/20/12 JZ	Confer with working group regarding preparation of July Monthly Fee Statement and issues related to same (.20)	0.20
08/21/12 JZ	Confer and correspond with working group regarding additional conflicts search parties for CMH matter and Curtis' ability to represent debtors in connection with action for conflicts purposes (.30)	0.30
08/21/12 JZ	Review conflicts searches in connection with CMH matter (.20)	0.20
08/22/12 AD	Update July 2012 Monthly Fee Statement Charts and related Cover Letter (1.00)	1.00
08/29/12 AD	Prepare Ally's "Request to Add or Modify Timekeepers/Billing Rates" chart per the request of M. Gallagher (2.00)	2.00

October 16, 2012
Inv # 1552241
Our Ref # 062108-000700

Page 2

08/29/12 JZ	Confer and correspond with working group regarding preparation of July Monthly Fee Statement and related issues (.20)	0.20
08/29/12 JZ	Confer and correspond with working group regarding preparation of July Monthly Fee Statement (.10)	0.10
08/29/12 JZ	Review and revise July Monthly Fee Statement (.20)	0.20
	TOTAL HOURS	7.10

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	0.40	625	250.00
James Zimmer	Associate	1.90	345	655.50
Alana Dreiman	Legal Assistant	4.80	230	1,104.00
		7.10		\$2,009.50

TOTAL SERVICES **\$2,009.50**

Summary of Expenses

External Photocopy Services	40.40
TOTAL EXPENSES	\$40.40

TOTAL THIS INVOICE **\$2,049.90**

CURTIS

Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538155	17,825.50	0.00	17,825.50
07/31/12	1544991	22,513.50	0.00	22,513.50
09/12/12	1547997	12,944.00	0.00	12,944.00
Prior Balance				\$53,283.00
Balance Due				<u>\$55,332.90</u>



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1552241

Total Services	2,009.50
Total Expenses	40.40
Applied Credit	0.00
Total This Invoice	<u>\$2,049.90</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
	12,944.00	40,339.00			53,283.00
				Balance Due	<u>\$55,332.90</u>

If you require further information regarding past due accounts, please contact
Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

November 09, 2012

Inv. # 1557014
Our Ref. 062108-000100
SJR

Attention: Residential Capital, LLC

Re: Case Administration

09/04/12	MG8	Review filings on the SDNY Bankruptcy Court docket in connection with Curtis' role as conflicts counsel, including numerous objections to the Debtors' exclusivity motion, filings related to the automatic stay and discovery of Debtors in connection with FHFA litigation and notices related to hearing scheduled for September 11, 2012 (1.60)	1.60
09/05/12	MG8	Review for potential conflicts issues the Committee's objection to Debtors' motion to extend exclusive periods (.30)	0.30
09/05/12	MG8	Brief review of daily docket activity for potential conflicts (.50)	0.50
09/06/12	MG8	Review docket activity in connection with Curtis' role as conflicts counsel, including pleadings in connection with compensation to PWC in connection with foreclosure review and compliance with Federal Reserve Consent Order and reaffirmance of GA servicing consent order, payments to independent directors, motion for declaratory ruling of possible stay violations, notices of withdrawal, Union Bank motion for relief from stay and committee statement regarding retention of certain professionals (2.20)	2.20
09/07/12	SJR	Attend to review of pleadings regarding extension of exclusivity where Curtis may be called upon regarding new potential conflict matter (.60)	0.60
09/07/12	MG8	Review daily docket activity for potential conflicts issues, including responses to objections to exclusivity motion and status report regarding RMBS settlement, notices and agendas relating to September 11th hearing and letter requesting adjournment of September 11th hearing on FHFA matters due to UBS appeal to Second Circuit (1.20)	1.20
09/10/12	MG8	Review docket activity in connection with Curtis' role as conflicts counsel, including numerous affidavits regarding professional retentions, correspondence regarding stay motion relating to UBS appeal in FHFA litigation, Committee statement regarding status report filed by Debtors regarding RMBS settlement.	1.90

November 09, 2012
 Inv # 1557014
 Our Ref # 062108-000100

Page 2

Stipulation and Order with Greenpoint, order denying request to adjourn hearing on FHFA motion for stay relief and related matters and Taggart motion relating to stay and review MBIA joinder to Committee statement regarding RMST statement report (1.90)

09/11/12 MG8	Review docket activity in connection with Curtis' role as conflicts counsel, including Debtors' motion for approval of procedures for stay relief to allow senior lenders to foreclose on properties where debtors have junior interest (.70)	0.70
09/12/12 MG8	Brief review of the Committee's professional retention applications in connection with analysis of RMBS settlement for potential conflicts purposes (.10)	0.10
09/13/12 MG8	Review docket activity in connection with Curtis' role as conflicts counsel to the Debtors, including Connor Supplement to Motion Seeking a Declaratory Ruling as to Possible Violations of the Automatic Stay, Notice of Status Conference relating to motion to approve RMBS settlement, retention applications and filed letter regarding Second Circuit stay of FHFA litigation pending hearing on appeal, retention applications, retention orders and various notices (1.20)	1.20
09/13/12 AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the Court (.30)	0.30
09/14/12 MG8	Review heavy docket activity in connection with Curtis' role as conflicts counsel, including pleadings opposing request for appointment of official borrowers' committee, request and order regarding stay relief, notice with respect to intent to assume certain executory contracts and numerous other notices (1.70)	1.70
09/17/12 MG8	Review docket activity for potential conflicts purposes, including Wilmington Trust limited objection to payments to PWC for foreclosure review required by consent order, and several stay relief motions, including those filed by Wachovia, HSBC and Household Finance (.80)	0.80
09/17/12 AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the Court (.50)	0.50
09/18/12 MG8	Review heavy docket activity for potential conflicts purposes, including Debtors' status report, numerous responses and statements filed in connection with the September 19th status conference with respect to RMBS Settlement, several additional notices and orders in connection with lift stay motions, a motion to convert, orders relating to retention of certain Committee professionals and an objection to payment of PWC's fees in connection with foreclosure review (1.60)	1.60
09/19/12 MG8	Review docket activity in Debtors' cases in connection	1.10

November 09, 2012
 Inv # 1557014
 Our Ref # 062108-000100

Page 3

with Curtis' role as Debtors' conflicts counsel, including JP Morgan's objection to Debtors' motion to approve procedures for stay relief when senior lenders seek to foreclose on property in which Debtors assert or represent a junior security interest, the Committee's objection to the Debtors' motion to make payments to PWC and retain two law firms in connection with foreclosure review required by FRB Consent Order, the notice of order requiring arbitration in Ulbrich litigation, the committee reservation or rights with respect to Debtors' motion to pay expenses of independent directors and numerous other notices and orders (1.10)

09/19/12	MAC	Review recently filed RMBS and automatic stay pleadings in connection with Curtis' role as conflicts counsel to the Debtors (.90)	0.90
09/20/12	MG8	Review heavy docket activity in Debtors' Chapter 11 cases, including Citibank's objection to Wilmington Trust's motion to modify scheduling order for RMBS settlement, notice of adjournment of RMBS settlement hearing, motion to join motion for borrower's committee, Debtors' objections to Corla Jackson's motion and Matthew's motion for stay relief, and Debtors' opposition to Lewis' motion for summary judgment (1.70)	1.70
09/20/12	AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the Court (.10)	0.10
09/20/12	JZ	Correspond with working group regarding calendar entries for upcoming deadlines (.10)	0.10
09/21/12	MG8	Review recent docket activity in connection with Curtis' role as Debtors' conflicts counsel, including correspondence to the court regarding FHFA discovery, attorney affidavits of disinterestedness, notices relating to de minimis sales, hearing notices, reply with respect to homeowners' committee motion and notice regarding supplemental exhibits for motion to compensate PWC for obligations under Consent Order (1.10)	1.10
09/21/12	MAC	Review automatic stay relief pleadings filed in Chapter 11 case in connection with Curtis' role as conflicts counsel to the Debtors (.80)	0.80
09/21/12	AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the Court and confer with J. Zimmer regarding same (.30)	0.30
09/21/12	JZ	Confer with A. Dreiman regarding necessary calendar entries for upcoming hearing dates (.10)	0.10
09/24/12	MG8	Review docket activity throughout the day in connection with Curtis' role as Debtors' conflicts counsel, including numerous notices, proposed orders re: RMBS settlement, pleadings relating to stay relief, objection to cure amounts, declaration in support of additional	2.40

November 09, 2012
 Inv # 1557014
 Our Ref # 062108-000100

Page 4

disclosures, status report on plan process and several other filings and briefly review the Committee's motion for authority to bring certain actions in lieu of Debtors (2.40)

09/24/12	MAC	Review recently filed automatic stay pleadings in connection with Curtis' role as conflicts counsel to the Debtors (.80)	0.80
09/24/12	AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the Court and confer with J. Zimmer regarding same (.30)	0.30
09/24/12	JZ	Confer with A. Dreiman regarding updating internal calendar regarding upcoming hearing dates involving conflict parties (.30)	0.30
09/25/12	MG8	Review docket activity in connection with Curtis' role as conflicts counsel, including numerus notices relating to hearing scheduled for September 27, 2012, pleadings and orders relating to stay relief requests, the Committee's request to compel discovery of Gibbs & Brun regarding RMBS settlement, the Committee's Motion for standing to bring certain actions which Debtors cannot due to certain stipulations, related notices of hearing, pleadings regarding motion to convert, Debtors' monthly operating report, Ally Financial Inc.'s motion with respect to Position Statement Regarding the Debtors' PricewaterhouseCoopers and related motions and pleadings relating to motion for Homeowners' Committee (including "amicus" brief) (1.80)	1.80
09/25/12	AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the court (.60)	0.60
09/26/12	MG8	Brief review of docket activity for the day in connection with Curtis' role as conflicts counsel (.80)	0.80
09/27/12	MG8	Review docket activily in connection with Curtis' role as conflicts counsel to the Debtors (1.10)	1.10
09/27/12	AD	Retrieve the Final Supplemental Order filed on July 13, 2012 in the Residential Capital, LLC case (.10)	0.10
09/28/12	MG8	Review heavy docket activity in connection with Curtis' role as conflicts counsel to the Debtors (1.70)	1.70
		TOTAL HOURS	31.30

November 09, 2012
Inv # 1557014
Our Ref # 062108-000100

Page 5

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	0.60	830	498.00
Michael Ari Cohen	Partner	2.50	730	1,825.00
Maryann Gallagher	Counsel	25.50	625	15,937.50
James Zimmer	Associate	0.50	345	172.50
Alana Dreiman	Legal Assistant	2.20	230	506.00
		31.30		\$18,939.00
	TOTAL SERVICES			\$18,939.00

Summary of Expenses

Transportation: Subway to Court	18.00
TOTAL EXPENSES	\$18.00
TOTAL THIS INVOICE	\$18,957.00
=====	=====

CURTIS

Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538615	34,290.10	0.00	34,290.10
07/31/12	1544985	42,382.20	0.00	42,382.20
09/12/12	1547991	14,593.61	0.00	14,593.61
10/16/12	1552235	25,347.29	0.00	25,347.29
		Prior Balance		\$116,613.20
		Balance Due		\$135,570.20



PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1557014

Total Services	18,939.00
Total Expenses	18.00
Applied Credit	0.00
Total This Invoice	<u>\$18,957.00</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
25,347.29	14,593.61		76,672.30		116,613.20
				Balance Due	<u>\$135,570.20</u>

If you require further information regarding past due accounts, please contact
Chandanee Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

November 09, 2012

Inv. # 1557015
Our Ref. 062108-000210
SJR

Attention: Residential Capital, LLC

Re: Asset Analysis, Sales and Recoveries

09/20/12	MG8	Participate in telephone conference for conflicts purposes with G. Opero of Professional Services regarding issue with short sale on Florida property on which GMAC may hold second lien and follow-up with N. Rosenbaum regarding same (.30)	0.30
09/27/12	JD3	Review draft Settlement Agreement with Calpine and follow up review of Final Supplemental Order authorizing settlement of foreclosure disputes for conflicts purposes (.40)	0.40
09/28/12	MG8	Review four objections of Wells Fargo in various capacities to Debtors' motion to assume and assign executory contracts and to proposed cure amounts in connection with Curtis' role as Debtors' conflicts counsel (.70)	0.70
TOTAL HOURS			1.40

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	1.00	625	625.00
James V. Drew	Associate	0.40	590	236.00
		1.40		\$861.00
TOTAL SERVICES				\$861.00

TOTAL THIS INVOICE

\$861.00



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538151	2,287.00	0.00	2,287.00
07/31/12	1544986	9,604.50	0.00	9,604.50
09/12/12	1547992	5,398.00	0.00	5,398.00
Prior Balance				\$17,289.50
Balance Due				<u>\$18,150.50</u>



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1557015

Total Services	861.00
Total Expenses	0.00
Applied Credit	0.00
Total This Invoice	<u>\$861.00</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
	5,398.00		11,891.50		17,289.50
					<u>\$18,150.50</u>

If you require further information regarding past due accounts, please contact
Chandanis Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Curris, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
 1100 Virginia Drive
 MC: 190_FTW-M01
 Fort Washington PA 19034

November 09, 2012

Inv. # 1557016
 Our Ref. 062108-000350
 SJR

Attention: Residential Capital, LLC
Re: Hearings and Court Matters

09/11/12 MG8	Prepare for and attend omnibus hearing addressing, among other things, the status of the RMBS settlement and related discovery issues, exclusivity and several uncontested matters in connection with Curtis' role as conflicts counsel to the debtors (2.30)	2.30
09/11/12 MG8	Prepare for and attend evidentiary hearing on FHFA motion for third party discovery of debtors and, to the extent necessary, relief from stay in connection with Curtis' role as conflicts counsel to Debtors in connection with a variety of stay relief matters (2.50)	2.50
09/19/12 MG8	Prepare for and attend hearing with respect to scheduling and related issues in connection with the Debtors' motion seeking approval of the RMBS Settlement in connection with Curtis' role as conflicts counsel to the Debtors (4.20)	4.20
09/27/12 MG8	Attend Omnibus hearing, including Status Conference, on preauction objections of RMBS Trustees, Debtors' motion authorizing payment to PWC for review in compliance with FR8 Consent Order and related retention applications, GMAC Mortgage litigation against Silmon, Debtors' motion to reimburse expenses of independent directors, motion seeking appointment of a Borrowers' Committee, Corla Jackson motion regarding alleged stay violations, hearing in adversary proceedings commenced by Lewis parties and certain uncontested stay relief motions involving HELOCs in connection with Curtis' role as Debtors' conflicts counsel (3.10)	3.10
TOTAL HOURS		12.10

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	12.10	625	7,562.50
		12.10		\$7,562.50

November 09, 2012
Inv # 1557016
Our Ref # 062108-000350

Page 2

TOTAL SERVICES	\$7,562.50
-----------------------	-------------------

TOTAL THIS INVOICE	\$7,562.50
---------------------------	-------------------



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538152	5,110.00	0.00	5,110.00
07/31/12	1544987	26,943.00	0.00	26,943.00
09/12/12	1547993	12,872.50	0.00	12,872.50
10/16/12	1552237	11,110.00	0.00	11,110.00
		Prior Balance		\$56,035.50
		Balance Due		\$63,598.00



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1557016

Total Services	7,562.50
Total Expenses	0.00
Applied Credit	0.00
Total This Invoice	<u>\$7,562.50</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
11,110.00	12,872.50		32,053.00		56,035.50
				Balance Due	<u>\$63,598.00</u>

If you require further information regarding past due accounts, please contact
Chandanle Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190 _FTW-M01
Fort Washington PA 19034

November 09, 2012

Inv. # 1557018
Our Ref. 062108-000410
SJR

Attention: Residential Capital, LLC

Re: Adversary Proceedings and Contested Matters

09/04/12	MG8	Confer with J. Zimmer regarding CMH Holdings and related issues (.10)	0.10
09/04/12	JZ	Confer with M. Gallagher regarding CMH Holdings issues for conflicts purposes (.10)	0.10
09/10/12	TPS	Follow up with M. Gallagher regarding CMH Holdings JV dispute for conflicts purposes (.10)	0.10
09/10/12	MG8	Participate in telephone conference with B. Tyson regarding issue with Cerberus regarding CMH Holdings and related follow-up with T. Smith (.20)	0.20
09/13/12	MG8	Correspond with B. Tyson of Residential Capital regarding dispute involving CMH Holdings JV for conflicts purposes (.20)	0.20
09/25/12	TPS	Follow up re: CMH Holding dispute (.20)	0.20
09/25/12	MG8	Confer with B. Tyson of Residential Capital regarding status of disagreement with Cerberus regarding CMH Holdings JV distributions and follow-up with Curtis team re: same (.30)	0.30
TOTAL HOURS			1.20

Summary of Services

	Title	Hours	Rate	Amount
Turner P. Smith	Partner	0.30	830	249.00
Maryann Gallagher	Counsel	0.80	625	500.00
James Zimmer	Associate	0.10	345	34.50
		1.20		\$783.50

TOTAL SERVICES \$783.50

November 09, 2012
Inv # 1557018
Our Ref # 062108-000410

Page 2

TOTAL THIS INVOICE	\$783.50
--------------------	----------

CURTIS

Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538153	38,135.40	0.00	38,135.40
07/31/12	1544989	47,488.00	0.00	47,488.00
09/12/12	1547995	4,529.00	0.00	4,529.00
10/16/12	1552239	14,094.00	0.00	14,094.00
		Prior Balance		\$104,246.40
		Balance Due		<u>\$105,029.90</u>



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1557018

Total Services	783.50
Total Expenses	0.00
Applied Credit	0.00
Total This Invoice	<u>\$783.50</u>

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
14,094.00	4,529.00		85,623.40		104,246.40
					<u>\$105,029.90</u>

If you require further information regarding past due accounts, please contact
Chandanle Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.